

14511-E

LAW OFFICES
ALVORD AND ALVORD

200 WORLD CENTER BUILDING
918 SIXTEENTH STREET, N.W.
WASHINGTON, D.C.
20006-2973

ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

ROBERT W. ALVORD*
CARL C. DAVIS*
CHARLES T. KAPPLER
JOHN H. DOYLE*
GEORGE JOHN KETO*
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JAMES C. MARTIN, JR.*

*NOT A MEMBER OF D.C. BAR
*ALSO ADMITTED IN NEW YORK
*ALSO ADMITTED IN OHIO
*ALSO ADMITTED IN MARYLAND

OF COUNSEL
JESS LARSON
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CABLE ADDRESS
"ALVORD"

RECORDATION NO. 14511-E
TELEPHONE
AREA CODE 202
393-2266

DEC 21 1987-12
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December 21, 1987

INTERSTATE COMMERCE COMMISSION

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DEC 21 2 26 PM '87

Ms. Noreta R. McGee, Secretary
Interstate Commerce Commission
Washington, D. C.

Dear Ms. McGee:

Enclosed for filing and recordation pursuant to the provisions of 49 U.S.C. Section 11303(a) are five (5) original signed copies of a Bill of Sale dated December 16, 1987, a secondary document as defined in the Commission's Rules for the Recordation of Documents.

The enclosed document relates to an Equipment Trust Agreement dated as of December 21, 1984 which was duly filed and recorded on December 21, 1984 at 2:10 p.m. and assigned Recordation Number 14511.

The name and address of the party executing the enclosed document is:

Mercantile-Safe Deposit and Trust Company
2 Hopkins Plaza
Baltimore, Maryland 21203

A description of the railroad equipment released by the enclosed Bill of Sale is set forth in Exhibit "B" attached hereto and made a part hereof.

Also enclosed is a check in the amount of \$10.00 payable to the order of the Interstate Commerce Commission covering the required recordation fee.

Kindly return four (4) copies of the enclosed document stamped with recordation number, time and date to Charles T. Kappler, Esq., Alvord and Alvord, 918 Sixteenth Street, N.W., Washington, D.C. 20006.

Copy sent - Ct. Reporter

Ms. Noreta R. McGee, Secretary
Interstate Commerce Commission
December 21, 1987

2.

A short summary of the enclosed secondary document to appear in the Commission's Index is:

Bill of Sale dated December 16, 1987 executed by
Mercantile-Safe Deposit and Trust Company covering the
release of thirteen (13) railcars.

Very truly yours,

Charles T. Kappler
Charles T. Kappler

Enclosures

EXHIBIT "B"

Description of Released Equipment

Cars Put Into Use On Or After May 1, 1984

<u>QUANTITY</u>	<u>AAR DESIGNATION</u>	<u>INITIALLED ACFX & NUMBERED</u>
1	C214	36763
1	"	37013
1	"	37097
1	"	37129
1	"	37182
1	"	37194
1	"	37273
1	"	37311
1	"	37432
1	"	37475
1	"	37596
1	T108	76587
1	T104	76611
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13		

BILL OF SALE

1451-E
REGISTRATION NO. _____ Filed 1425

DEC 21 1987-2 11:18 AM

INTERSTATE COMMERCE COMMISSION

Mercantile-Safe Deposit and Trust Company, as Trustee (hereinafter called the "Trustee") under the Equipment Trust Agreement dated December 21, 1984, between the Trustee and ACF Industries, Incorporated, a New Jersey corporation (hereinafter called the "Company"), in consideration of the sum of One Dollar and other good and valuable consideration paid by the Company, receipt whereof is hereby acknowledged, does hereby grant, bargain, sell, transfer and set over unto the Company and its successors and assigns, the units of railroad equipment described in Exhibit "B" attached hereto and hereby made a part hereof, to have and to hold all and singular such units to the Company and such successors and assigns for its and their own use and behoof forever.

This Bill of Sale is made without recourse to the Trustee for any reason whatsoever and without representation of warranty of any kind by the Trustee.

IN WITNESS WHEREOF, the Trustee has caused this instrument to be duly executed in its name this 16th day of December, 1987.

MERCANTILE-SAFE DEPOSIT AND
TRUST COMPANY

By


VICE PRESIDENT

(SEAL)

Attest:


CORPORATE TRUST OFFICER

STATE OF

Maryland

)

SS:

COUNTY OF

Baltimore

)

On this *17th* day of *December*, *1981*, before me personally appeared **R. E. Schreiber**, to be known, who, being by me duly sworn, says that he is **VICE PRESIDENT** of **MERCANTILE-SAFE DEPOSIT AND TRUST COMPANY**, that the seal affixed to the foregoing instrument is the corporate seal of said bank, that said instrument was signed and sealed on behalf of said bank by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said bank.

Robert A. Conner

Notary Public

My commission expires:

1-1-90

EXHIBIT "3"

Description of Released Equipment

Cars Put Into Use On Or After May 1, 1984

<u>QUANTITY</u>	<u>AAR DESIGNATION</u>	<u>INITIALLED ACFX & NUMBERED</u>
1	C214	36763
1	"	37013
1	"	37097
1	"	37129
1	"	37182
1	"	37194
1	"	37273
1	"	37311
1	"	37432
1	"	37475
1	"	37598
1	T108	76587
1	T104	76611
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13		